MARVEL

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SLOTT
CAMUNCOLI
RAMOS
BAGLEY
STEGMAN
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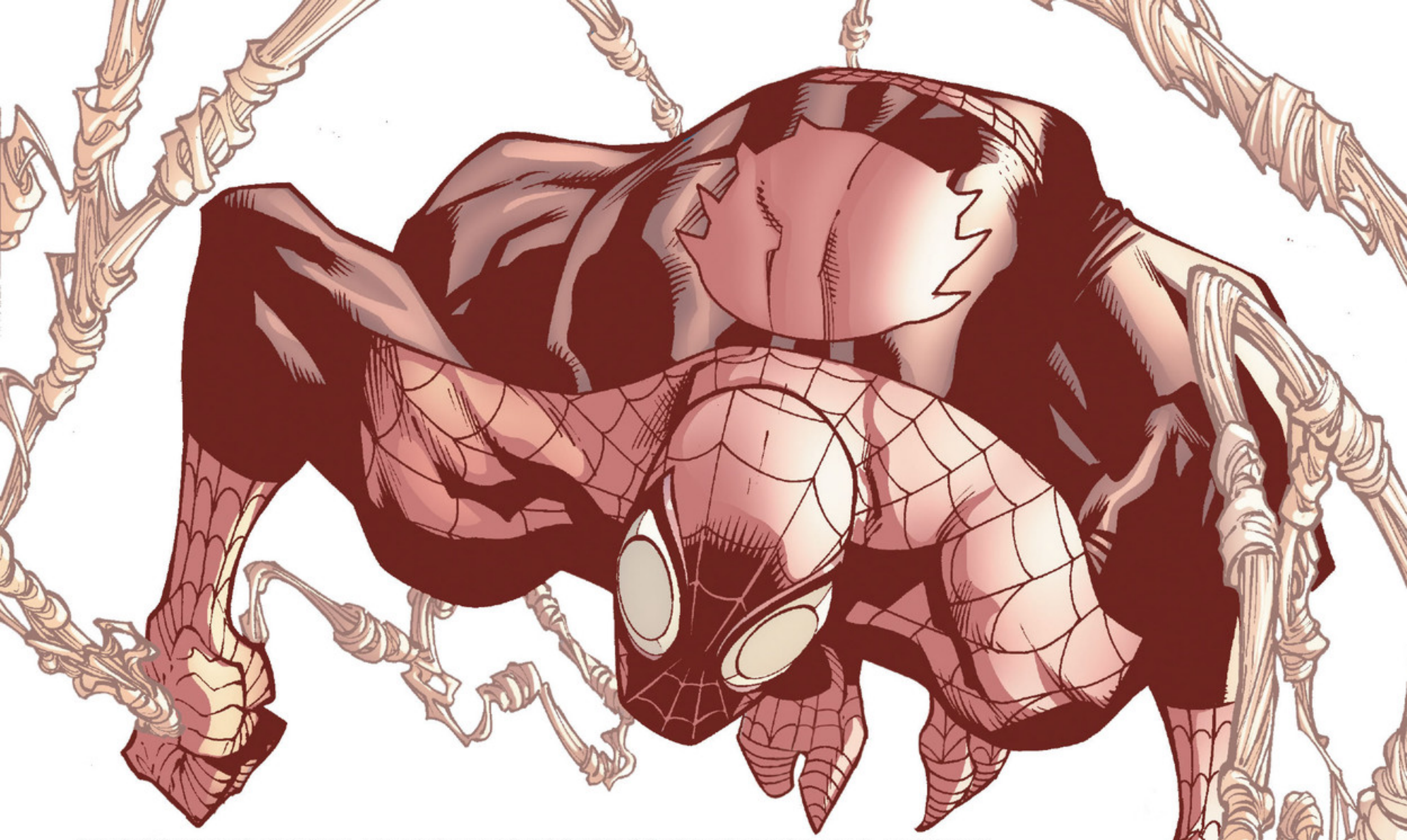
DELGADO

THE SUPERIOR SPIDER-MAN RETURNS

delgado

10 YEARS



OTTO OCTAVIUS, THE VILLAIN KNOWN AS **DOCTOR OCTOPUS**, WAS DYING. IN ORDER TO CHEAT DEATH, HE USED HIS SKILLS AS A MAD SCIENTIST TO SWAP MINDS WITH HIS GREATEST ENEMY, **PETER PARKER**, THE AMAZING **SPIDER-MAN**.

HOWEVER, THE TRANSFER GAVE OCTAVIUS **MORE** THAN JUST **SPIDER-MAN'S** GREAT POWERS, IT GAVE HIM **PARKER'S** EXPERIENCES AS WELL...INCLUDING THE LESSON THAT WITH GREAT POWER THERE MUST ALSO COME GREAT RESPONSIBILITY! ULTIMATELY, **PETER PARKER'S** CONSCIOUSNESS REGAINED CONTROL OF HIS BODY, AND **DOC OCK** EVENTUALLY RETURNED TO HIS **ORIGINAL** FORM, THOUGH HE STILL STRUGGLES TO REMEMBER HIS TIME AS...

THE SUPERIOR SPIDER-MAN RETURNS

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STORY

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ONCE MORE, I HAVE RETURNED TO WHERE IT ALL BEGAN.

THIS IS WHERE, AS *OTTO OCTAVIUS*, I ATTEMPTED TO MASTER THE ATOM.

US ATOMIC RESEARC CENTE

THE SACRED GROUND WHERE I WAS REBORN AS *DOCTOR OCTOPUS*...

...A MAN WHO IS RIGHTLY *FEARED* TO THE VERY ENDS OF THE *EARTH!*

AND IT IS HERE, BURIED AWAY IN SECRET SUB-LEVELS...

...WHERE I SHALL FIND WHAT I NEED TO FINALLY *RID* MYSELF OF MY *GREATEST ENEMY!*

SUBLEVELS DEEP ENOUGH TO SURVIVE THE GREEN GOBLIN'S BOMBS FROM **SUPERIOR SPIDER-MAN #29.** --ELLIE

MY *NEW* ARMS ARE MAKING SHORT WORK OF THIS DEBRIS. AS THEY *SHOULD!*

THEY FAR OUTPERFORM THOSE SECOND-RATE TENTACLES OF OLD. A DEFINITE IMPROVEMENT!

AS ALWAYS, MY MECHANICAL LIMBS HAVE BEEN BUT A *MEANS* TO AN END. MY *TRUE LEGACY!*

TOOLS I REQUIRED FOR MY *RESEARCH* INTO A NEW FORM OF *FUSION!* NEAR-UNLIMITED *POWER!* TANTAMOUNT TO CREATING A SMALL *SUN.*

BACK THEN, I WAS *LIGHTYEARS* AHEAD OF WHAT ANY OTHER MIND HAD EVEN *THEORIZED.* A MISCALCULATION WAS PERHAPS INEVITABLE...

...AS WAS THE RESULT.

THE *EXPLOSION* THAT FUSED THOSE ARMS TO MY CENTRAL NERVOUS SYSTEM.

ALL THE WAY BACK IN **ASM #3.** --ELLIE

AND DESPITE ALL MY ACHIEVEMENTS SINCE THEN, I STILL HAVE NOT SOLVED THAT ORIGINAL EQUATION.

IT WOULD HAVE BEEN MY *FINEST HOUR!* MY GIFT TO THE WORLD! UNLIMITED, SELF-SUSTAINING ENERGY!

TO THIS DAY, IT REMAINS THE SCIENTIFIC EQUIVALENT OF MY *GREAT UNFINISHED SYMPHONY!*

AND THE SUFFERING I'VE DONE FOR MY ART HAS NOT BEEN ONLY ***SPIRITUAL.***

THAT RADIATION EXPOSURE--ALONG WITH COUNTLESS SAVAGE ASSAULTS BY THE BRUTISH ***SPIDER-MAN***--EVENTUALLY BROUGHT ME NEAR DEATH.

MY MATCHLESS MIND, LOCKED WITHIN A DETERIORATING SHELL OF A BODY.

I RETURNED TO THIS VERY FACILITY, HOPING THAT IF I COULD NOT CHEAT DEATH, I COULD AT LEAST COMPLETE MY GREATEST WORK BEFORE HER ICY TOUCH CLAIMED ME.

DETERMINED TO LEAVE THE CITY OF MY BIRTH A GIFT, WHILE ALSO PRESERVING MY GENIUS, I UPLOADED MY BRAIN PATTERNS INTO EVERY MACHINE IN MANHATTAN.

TO MY EVERLASTING HUMILIATION, I ***FAILED.*** THE ***PAIN*** WAS TOO GREAT. THE DISTRACTIONS, TOO MANY.

THE ENTIRE CITY AUTOMATED, RUN BY THE MIND BEST QUALIFIED TO DO SO--MY OWN. THE CITY AND, EVENTUALLY, ***THE WORLD.***

YET ONCE AGAIN, SPIDER-MAN'S PATHOLOGICAL JEALOUSY OF ME COMPELLED HIM TO DASH MY DREAMS TO DUST.

LIKE SALIERI, IF HE COULD NOT MATCH MY GENIUS, HE WAS DETERMINED TO END IT.

BY UPLOADING WHAT HE GLOATINGLY DUBBED "A STRONGER BRAIN-WAVE PATTERN"--***HIS***--TO EJECT MINE.

BUT WHILE HE WON THAT BATTLE--DUE, NO DOUBT, TO THE EXHAUSTION CAUSED BY MY CONDITION--HE COST HIMSELF THE WAR.

FOR IN THAT ARROGANT ACT, HE GAVE ME ACCESS TO HIS BRAIN PATTERNS. ALLOWING ME, MOMENTS BEFORE MY BODY'S DEMISE, TO TRANSFER MY CONSCIOUSNESS INTO HIM...

...AND BECOME... ***THE SUPERIOR SPIDER-MAN!***

A BIASED ACCOUNT OF **ASM #600.** --ELLIE

THE FOLLOWING CHAPTER OF MY LIFE IS...DISJOINTED.

WHEN I EMERGED A ***HEALTHIER*** VERSION OF MY FORMER SELF, I HAD THE VAGUE IMPRESSION I'D ***CHOSEN*** TO DO SO.

TO ESCAPE A... ***CONTAMINANT*** OF SORTS... FOUND IN SPIDER-MAN. IT MADE SENSE. BUT NOW I WONDER.

DID ***HE*** DO THIS TO ME, TO AGAIN DEPRIVE ME OF MY ***GREATEST*** SUCCESS? I RECALL MOMENTS... TEASING GLIMPSES...

JOINING THE ***DEUTERIUM*** AND ***TRITIUM*** NUCLEI REQUIRES PROHIBITIVELY HIGH TEMPERATURES. ***IMPOSSIBLY*** HIGH.

BUT, SIR--

THE ***TOKAMAK*** AND ***STELLARATOR*** ARE OBSOLETE. WE MUST ABANDON THE CONCEPTS ENTIRELY AND EMBRACE A ***NEW*** FORM OF CONTAINMENT.

CAN I--?

SPIT IT OUT, MINION! ***SAY IT!***

WAIT! I HAVE IT!

OF COURSE! THE ANSWER IS--

NO...

NO!

THIS WAY, MY MINIONS. THE DEVICE IS ALMOST READY.

AND YET MY PLAN ***DOES*** SEEM TO HAVE WORKED. BEING HERE HAS RAISED SOME BURIED ***MEMORIES.***

I MUST BE PATIENT... METHODICAL.

FOLLOW MY INSTINCTS WHERE THEY MAY LEAD. FOR MY SUBCONSCIOUS KNOWS WHERE TO FIND--

INCREDIBLE.

THIS IS NO MIRAGE... NO DREAM OR WISH FULFILLMENT. IT'S ***REAL.***

I HAVE NO MEMORY OF THIS DODECAHEDRON. AND YET IT'S AS FAMILIAR AS MY SIGNATURE!

WAIT...NOW I *DO* SEEM TO RECALL...

IT'S KEEPING EVERY LAST ERG OF STELLAR ENERGY ***CONTAINED.*** THIS WILL DO NICELY!

HE *DID* IT!

NO, NOT "HE." *I* DID IT!

THE GREATEST GIFT IN THE HISTORY OF HUMANKIND--OR *ITS DEADLIEST WEAPON!*

BUT WHY CAN'T I REMEMBER MY *MOST BRILLIANT TRIUMPH?*

DEAR GOD IN HEAVEN! WHAT DID I DO...

"...ALL THOSE YEARS AGO?!"

SPIDER-BOTS! I'M BORED. REPORT, ALL UNITS CITYWIDE.

WHAT CRISES OCCUR THIS EVENING?

SPIDER-BOT #376 HAS SPOTTED A JUMPER, MIDTOWN.

ONLY ONE LIFE AT RISK? FEH.

ALERT E.M.S. AND SOCIAL SERVICES. NEXT!

ACTIVE SUPER-VILLAIN PURSUIT, FDR DRIVE.

WHICH VILLAIN? AND WHY?

PROJECTING HOLOGRAM OF SUBJECT: SLYDE.

FLEEING A BURGLARY AT ALCHEMAX LABS. APPROXIMATELY THIRTY MILLION DOLLARS' WORTH OF TRITIUM HAS BEEN REPORTED STOLEN.

AT LAST. A CRIME WORTHY OF MY ATTENTION.

FREEZE!
I WARNED YOU--
DUDE. I KNOW THEY DIDN'T TEACH YOU WHAT *FRICTIONLESS* MEANS AT THE ACADEMY, SO I'LL HELP YOU OUT.
NOTHING CAN HIT ME. NOTHING CAN TOUCH ME. *NOTHING!*
BLAM
SLIPP
NYPD
OH YEAH.
AND I CAN *TURN* ON A DIME TOO.
KSHH
HEH HEH.
TOO EASY.
YOU WANT A *CHALLENGE*, FELON? THEN YOU SHALL HAVE IT!
COURTESY OF NEW YORK'S GREATEST HERO--
THE SUPERIOR
SPIDER-MAN!

"SUPERIOR"? SOMEONE WATCHED A *CONFIDENCE SEMINAR*--

--*INSTEAD* OF PAYING ATTENTION. I DIDN'T EVEN FEEL THAT.

SLIPP

IMBECILE! WHAT YOU "FEEL" MEANS *NOTHING* TO ME.

THWIP THWIP THWIP

THWIP THWIP THWIP

ALL THAT MATTERS IS PUTTING A *STOP* TO THIS FOOLISH PATH YOU'RE ON.

ONE: I'M *SLYDE.* NOBODY CAN STOP ME. OR EVEN SLOW ME DOWN!

AND TWO: A LIFE OF CRIME ISN'T REALLY A *"PATH"* FOR ME. MORE LIKE A *REALLY* FUN HOBBY.

AHH!

SORRY! COMING THROUGH!

...IS THAT I'VE CHANGED YOUR *COURSE.*

YOU'RE SLIPPING AND SLIDING *EXACTLY* WHERE I WANTED YOU TO GO.

HUH?!

YOU MISUNDERSTAND ME.

DO TELL.

I HAVE NO INTENTION OF CHANGING YOUR WAYS.

SMART GUY.

'CAUSE WE *BOTH* KNOW I'M EVENTUALLY GOING TO GIVE YOU THE SLIP.

WHAT I *DO* KNOW...

I'M *NOT* THE SPIDER-MAN YOU'RE USED TO, SLYDE.

I TAKE THE TIME TO *PREPARE.*

WHAT THE HECK IS--?

I GUESS YOU COULD SAY I'VE "*RAMPED*" UP.

ENJOY YOUR *FLIGHT.*

WHAAAAA!

SPLASH

Gllg.

YOUR COSTUME *IS* A SCIENTIFIC MARVEL WHEN USED ON A SURFACE WITH *SOME* FRICTION. OF COURSE...

...ONCE YOU STOP THRASHING AGAINST THE SURFACE, YOUR FRICTIONLESS SUIT WILL PULL YOU *STRAIGHT DOWN.*

REMOVE THAT SUIT, SLYDE, AND I *CAN* SAVE YOU. THE CHOICE IS *YOURS.*

FINE! YOU WIN! *GET ME OUT OF HERE!*

SOON...

I'VE SEARCHED SLYDE THOROUGHLY. HIS SUIT IS IMPOSSIBLE TO HANDLE, SO I HAD MY SPIDER-BOTS SUSPEND IT IN AN ENERGY FIELD AND REMOVE IT FOR DISPOSAL.

REGRETTABLY, I FOUND NO TRACE OF THE STOLEN TRITIUM. IT MUST HAVE BEEN SWEPT AWAY BY THE RIVER CURRENT.

SMART. SAVES US A HEADACHE... AND A BUNCH 'A PAPERWORK.

HE'S LYING! HE STOLE IT FROMMMPH!

THWAPP

YOU'RE IN ENOUGH TROUBLE, PAL. DON'T TRY TO SLANDER SPIDEY ON TOP OF IT!

I APPRECIATE THE VOTE OF CONFIDENCE, OFFICER. BUT I ASSURE YOU, WITHOUT AUTHORITIES LIKE YOURSELF...

...I COULD NOT *POSSIBLY* DO WHAT I DO.

HORIZON LABS. WORKPLACE OF PETER PARKER.

AT LAST!

WITH THIS SUPPLY OF TRITIUM, I MAY *FINALLY* REALIZE MY GREATEST SCIENTIFIC BREAKTHROUGH.

A *MINIATURE STAR*, GROWN UNDER LABORATORY CONDITIONS! A CONTROLLED FUSION REACTOR GENERATING *LIMITLESS ENERGY!*

IT COULD POWER THE WORLD...REVOLUTIONIZE SCIENCE...MAKE ME RICH BEYOND THE DREAMS OF AVARICE! SO I CAN CREATE *OTHER* MARVELS FOR THE BETTERMENT OF HUMANKIND, OF COURSE.

Hmm...BUT IF I PERFORM THIS FEAT HERE AT HORIZON, MY EMPLOYER, *MAX MODELL*, WOULD REAP THE BENEFITS.

SUCH A WASTE... AND HARDLY FAIR, AS HE HAS *NOTHING WHATSOEVER* TO DO WITH IT!

LIVING BRAIN! ATTEND ME!

THAT EQUIPMENT IS *CRUCIAL*, YOU ROBOTIC BUMPKIN. DON'T YOU DARE DROP IT!

WHIRR-KILKK-IK-YES, DOCTOR.

WHOA! 'SCUSE ME, DUDE. WASN'T EXPECTING YOU TO BE--

HEY, ARE YOU TAKING HORIZON EQUIPMENT *OFF CAMPUS?* THAT'S, LIKE, *NO BUENO*. MAX IS GONNA FLIP.

GRADY SCRAPS! DON'T BE RIDICULOUS, CHILD. ONLY THE BOXES ARE HORIZON SUPPLIES.

I'VE BEEN WORKING ON A SIDE PROJECT... FOR MY DOCTORATE. WITH MY OWN MATERIALS.

NOW I NEED TO GET ALL THIS TO EMPIRE STATE UNIVERSITY, SO IF YOU'LL SHIFT YOUR... PHYSIQUE...TO THE SIDE...

OH! SOUNDS LEGIT. SORRY, DIDN'T MEAN TO GO ALL LAB POLICE ON YOU, PETE.

YOU NEED ANY HELP?

HELP. FROM YOU.

NO. NO, I DO NOT.

STEP ASIDE, SCRAPS.

THIS ALL GOES TO MY ORIGINAL LABORATORY, BRAIN. IT HAS THE SPACE I'LL REQUIRE.

DESPITE WHAT I TOLD THAT FOOL, I WILL NEED ASSISTANCE. NO ONE WHO CAN TRACE THIS BACK TO HORIZON LABS EMPLOYEE PETER PARKER.

KLIKK-IK I WILL ASSIST YOU, MASTER.

I MEANT COMPETENT HELP, OAF. THE CREATIVITY OF A HUMAN MIND. INTELLIGENT, EDUCATED, BUT PROPERLY SERVILE.

WAIT.

I KNOW JUST THE PLACE TO LOOK...

EMPIRE STATE UNIVERSITY.

GOOD MORNING, SLICK. WHAT'RE YOU POSTING ON THE BULLETIN BOARD? PUTTING TOGETHER A YACHT ROCK BAND?

AH, ***ANNA MARIA!*** NO, I FIND MUSICIANS SHIFTLESS AND SLOVENLY.

YOU'RE FAMILIAR WITH MY WORK BUILDING TECH FOR ***SPIDER-MAN.*** HE'S BEEN ***EXPANDING*** HIS OPERATIONS.

BETWEEN MY WORK AT HORIZON AND MY STUDIES HERE, THERE'S ONLY SO MUCH I CAN DO.

SO WE AGREED HE SHOULD HIRE A ***LAB ASSISTANT.***

HUH. WORKING WITH SPIDER-MAN COULD BE KINDA COOL.

MAYBE *I* SHOULD APPLY--

OUT OF THE QUESTION!

OH? AM I TOO FRAIL OR NOT SMART ENOUGH?

NEITHER! BUT ONE OF THE REASONS I'M CUTTING BACK ON MY WORK FOR SPIDER-MAN...IS TO SPEND MORE TIME WITH ***YOU.***

NICE SAVE, PARKER.

DID YOU SAY ***SPIDER-MAN*** IS LOOKING FOR A ***LAB ASSISTANT?*** I'D KILL FOR THAT JOB! FIGURATIVELY.

UNLESS THEY'RE A BAD PERSON.

SORRY-- ***ESTRELLA LOPEZ.*** PhD CANDIDATE, DEAN'S LIST, INTERNED AT THE ***FUTURE FOUNDATION.*** HOW DO I APPLY?

YOU JUST DID. BETWEEN YOUR QUALIFICATIONS AND YOUR ENTHUSIASM, I CAN GUARANTEE YOU AN INTERVIEW...

"...TONIGHT."

DON'T TELL ME THEY PRINTED THE WRONG ADDRESS. THIS PLACE LOOKS LIKE IT'S BEEN ABANDONED SINCE--

OH...*DUH!* ***SUPER-HERO*** HEADQUARTERS. GOTTA HIDE IT FROM THE BAD GUYS.

EITHER THAT, OR I'M GONNA FEATURE IN ONE ***HECK*** OF AN EPISODE OF ***DATELINE...***

HELLO? MR....MAN?

AH, MS. LOPEZ. WE'VE BEEN EXPECTING YOU. PLEASE, ENTER...

...AND WELCOME TO THE ***FUTURE!***

WHOA.

"WHOA" INDEED. THE WORK WE DO HERE WILL CHANGE THE COURSE OF HUMAN HISTORY... ***FOREVER.***

KLIK-WHIRR-- FRESH-BAKED PASTRY?

NO! NO PASTRIES! WE MUST GET TO THE BUSINESS OF ***CHANGING THE WORLD!***

UM...SO I GET THE JOB?

YOU ARE THE ONLY ONE TO MAKE IT THIS FAR. THE OTHERS BALKED AT THE OUTWARD FACADE...AND THE LIABILITY WAIVERS. SO, YES, YOUNG LADY, THE JOB IS ***YOURS.***

NOW COME... LET US CHALLENGE THE FORCES OF CREATION ITSELF... AND ***WRESTLE THEM INTO SUBMISSION!***

IN THE FOLLOWING DAYS...

I'VE READ THE LITERATURE ON *MATTER-ANTI-MATTER YIELD*, OF COURSE.

BUT ISN'T THE REASON IT'S MOSTLY THEORETICAL THAT THERE'S A RISK OF, Y'KNOW, *ANNIHILATION?*

YES... IF YOU'RE *INCOMPETENT.* WE ARE *NOT.*

SPIDER-BOTS, WATCH THE *LIVING BRAIN* FOR ERRORS. IF HE COMMITS ANY, *MELT* HIM.

SO, WHERE'D YOU GET ALL THE TRITIUM?

ANONYMOUS DONOR.

RIGHT, BUT--

ANONYMOUS. DONOR.

MY DEAR LADY! $4\,^{1}H \rightarrow {}^{4}He + 2e^{+} + 2\nu_e$!

BUT WE CAN'T IGNORE $^{2}H + {}^{3}H \rightarrow {}^{4}He +$, CAN WE?

CONTAINMENT WILL BE KEY.

LET ME. YOU SOLDER LIKE A DRUNKEN SAILOR.

I DOUBT A DRUNKEN SAILOR EVER SOLDERED A CIRCUIT BOARD, BUT YOU WRITE THE CHECKS.

THIS MAY NOT BE A STAR, BUT I'D SAY IT'S BEING PRETTY WELL CONTAINED.

ALSO, IS THIS LEGAL?

WEEKS LATER.

NOTHING. ALL THIS WORK AND...*NOTHING.*

WE'RE RUNNING OURSELVES RAGGED. MAYBE WE NEED SOME EXTRA HANDS.

EXTRA *HANDS*, YOU SAY...?

THE NEXT DAY.

A DEFINITE IMPROVEMENT. *INSPIRED* SUGGESTION, MS. LOPEZ.

IN FACT, BETWEEN MY ADDITIONAL ARMS AND THE SPIDER-BOTS, I CAN SPARE *YOU* FOR A TIME. CHECK YOUR LOCKER.

I'VE LEFT YOU A NEW UNIFORM. SOMETHING TO FOSTER *ESPRIT DE CORPS.*

STRUCK SPEECHLESS, ARE WE? NEVER FEAR, THAT FINE WORKMANSHIP WON'T COME OUT OF YOUR PAYCHECK.

UM... THANKS?

BUT THE LAB COAT AND GOGGLES WERE FINE. VERY...*SCIENCE-Y.*

THIS KIND OF SAYS...

WELL, I'M NOT SURE *WHAT* IT SAYS. AND I DON'T THINK I WANT TO KNOW.

GIVE IT TIME. YOU WERE RIGHT--WE DO NEED MORE HANDS. HUMAN ONES. AND THIS WAY...

...YOU'LL FIT RIGHT IN.

FAIR POINT. BUT I THOUGHT I WAS MORE LIKE YOUR PERSONAL ASSISTANT--A *PARTNER.* NOT WHATEVER *THIS* IS.

YOU ARE A *CRUCIAL* PART OF MY *TEAM,* MS. LOPEZ. A TEAM THAT CHIPS IN *WHEREVER NECESSARY* TO GET THE JOB DONE, FOR THE BETTERMENT OF THE WORLD.

RIGHT NOW, THE WORLD'S BETTERMENT TAKES US TO...

"...THE HUDSON VALLEY HEADQUARTERS OF *ADVANCED IDEA MECHANICS!*"

FORWARD, SPIDERLINGS! WE HAVE A.I.M. ON THE RUN!

I WILL HANDLE THE *QUINTRONIC MAN! ARACHNAUGHT* CREWS, ESTABLISH A PERIMETER! LET NONE OF THESE PEONS ESCAPE!

HOW ARE YOU SETTLING IN, MS. LOPEZ?

ARE YOU *CRAZY?* I'M A *SCIENTIST!* I'VE NEVER FIRED A GUN IN MY LIFE! I DON'T EVEN HAVE A *DRIVER'S LICENSE!*

NOW, NOW. I'VE HEARD ABOUT YOUR GENERATION'S WORKPLACE ENTITLEMENT, BUT THERE'S NO PLACE FOR THAT HERE. TRY PRESSING THE THUMB TRIGGERS.

I DID NOT SIGN UP FOR THIS!

YOU SEE? THE INTERFACE IS SIMPLICITY ITSELF.

DON'T WORRY ABOUT HITTING OUR MEN. I'VE SET YOUR WEAPONS TO *STUN.*

SO *FIRE AT WILL!*

WELL DONE, SPIDERLINGS. CONTACT LOCAL AUTHORITIES TO COLLECT THIS RIFFRAFF...*AFTER* WE INVESTIGATE THE CONTENTS OF THEIR VAULTS.

YES, SIR. I'LL HAVE THESE LOCKS HACKED IN A MATTER OF MINUTES.

DON'T TROUBLE YOURSELF, #23.

RRRNNNCCHH

AHH. THERE WE ARE.

MY INTELLIGENCE SUGGESTED THIS BRANCH OF A.I.M. WAS ENGAGED IN HIGHLY THEORETICAL PHYSICS PROJECTS...THAT MIGHT BENEFIT MY *OWN.*

YOU WANT US TO TAKE IT ALL BACK TO THE ATOMIC RESEARCH CENTER, BOSS?

NOT ALL. THE POLICE WILL BE ***SUSPICIOUS*** IF ADVANCED IDEA MECHANICS SHOWS NO EVIDENCE OF IDEAS ***OR*** MECHANICS.

BRING WHAT MS. LOPEZ TELLS YOU IS HELPFUL. SHE ***ALONE*** AMONG YOU HAS THE KNOWLEDGE TO SEPARATE THE WHEAT FROM THE CHAFF.

OKAY... STARTING TO SEE THE BIG PICTURE NOW. SORRY FOR DOUBTING THE FLOW.

YOU ARE EXCUSED, MY DEAR. A CURIOUS, INDEPENDENT MIND IS WHAT WILL BRING US ULTIMATE...

...SUCCESS!

A MINIATURE STAR--UNDER MY CONTROL!

UM...IS IT SUPPOSED TO BE FLARING LIKE THAT?

NO! IT'S LOSING COHESION!

ONE SIDE! I MUST LIFT IT WITH THE UTMOST PRECISION... MOVE IT...

CONFOUND IT!

SH-SHOULD WE EVACUATE?

WHIRR-KLIK POINTLESS. IF CONTAINMENT FAILS, WE WILL BE INCINERATED.

WOULD YOU LIKE A REFRESHING BEVERAGE? KLIK-IK

HURRY! EVEN AT THAT SIZE, IT'LL TAKE OUT AN AREA OF A QUARTER-MILE SQUARE!

I KNOW! I'VE PREPARED FOR THIS!

THANKS TO A FRICTIONLESS MATERIAL I RECENTLY ACQUIRED...

...THIS DODECAHEDRON IS DESIGNED TO CONTAIN ENERGY ON THIS SCALE AND BEYOND!

OF COURSE, IT HAS NEVER BEEN FIELD-TESTED...

WELL, I SUPPOSE IT WILL BE NOW.

I EXPECT DETONATION IN THREE...TWO...

HMPH. DON'T CARE FOR THAT GLARE. I SHALL HAVE TO ELIMINATE THE OBSERVATION PORTS.

HANG IT ALL! WHY CAN'T I MAKE THIS EXPERIMENT WORK? IT HAS VEXED ME MY ***ENTIRE*** ADULT LIFE!

MS. LOPEZ! PREPARE ANOTHER SAMPLE.

SURE THING, BUT... WE'RE RUNNING KINDA LOW ON ***TRITIUM.*** AND IT ***IS*** ONE OF THE RAREST SUBSTANCES ON EARTH.

THINK YOUR "ANONYMOUS DONOR" HAS ANY MORE WHERE THIS CAME FROM?

DAMN IT!

DAMN IT ALL TO HELL!

KRANGCH

I'VE RUN THESE CALCULATIONS IN EVERY POSSIBLE PERMUTATION, BACKWARD AND FORWARD, OVER ***AND OVER AGAIN!***

WHAT AM I MISSING?

BACKWARD...

WHAT AM I ***ALWAYS MISSING?***

HAVE YOU EVER TRIED USING THE ***INVERSE*** OF THE HARMONIC FREQUENCY TO INITIATE THE CORE REACTION?

WAIT! I HAVE IT!

WHAT IF I USE THE INVERSE OF THE HARMONIC FREQUENCY TO...? YES!

OF COURSE! THE ANSWER IS INVERSION!

GENIUS, BOSS.

YOU'RE THE MAN.

I... LITERALLY JUST...

THE INVERSE! WHY DIDN'T I SEE IT BEFORE? THIS! WILL WORK!

YOU'RE RIGHT, #23. IT IS GENIUS.

GENIUS MUST BE CELEBRATED! AND IT SHALL!

BRAIN! CALL TAVERN ON THE GREEN. BOOK A TABLE FOR TWO. NOT THE GHETTO WHERE THEY SEAT TOURISTS.

TOMORROW, WE BEGIN A NEW SLATE OF EXPERIMENTS. BUT TONIGHT, WE CELEBRATE!

OH WOW, TAVERN ON THE GREEN? I'VE STARED AT THE PEOPLE EATING IN THERE SINCE I WAS LITTLE! IT'S LIKE A FANTASY WORLD!

GREETINGS, MY DARLING! PUT ON YOUR FINEST DRESS--I'M TAKING YOU OUT TO CELEBRATE. I DID IT!

WHAT?!

YOU MAY LEAVE EARLY, SPIDERLINGS. REST WELL...TOMORROW WILL BE A BUSY DAY.

klik

BUSY...BUT MOMENTOUS! ONE THE WORLD SHALL NEVER FORGET!

THAT NIGHT.

AND IT *HIT* ME! LIKE A BOLT FROM THE BLUE!

THE *INVERSE* OF THE HARMONIC FREQUENCY!

FROM THERE, EVERYTHING ELSE FELL INTO PLACE. IT'S AS IF THE UNIVERSE GAVE ME A GIFT.

DON'T SELL YOURSELF SHORT, PETER. A BRILLIANT MIND LIKE YOURS WORKS ON A PROBLEM LONG ENOUGH, IT'S GOING TO FIND A SOLUTION.

YOU DID THIS. I'M SO PROUD OF YOU!

WAITER! MORE CHAMPAGNE!

AT ONCE, SIR.

POP

MAY I ASK WHAT YOU'RE CELEBRATING?

EVERYTHING, MY GOOD MAN.

"EVERYTHING IS *PERFECT.* WHAT'S NOT TO CELEBRATE?"

THE NERVE OF HIM. AND THOSE TWO *JERKS* BACKED HIM UP, EVEN THOUGH THEY WERE STANDING *RIGHT THERE* WHEN I SAID IT!

"PARTNER." HE ONLY EVER SAW ME AS A...A *MINION.* GULLIBLE, EXPLOITABLE...

...DISPOSABLE.

HMM. WHAT'S THE SAYING? "WELL-BEHAVED WOMEN SELDOM MAKE HISTORY"?

SPIDER-MAN THINKS *HE'S* GOING TO MAKE HISTORY TOMORROW...WITH *MY* IDEA.

BUT MAYBE WHILE HE'S ON THE TOWN WITH *BLACK CAT* OR WHOMEVER, *I'LL* MAKE SOME HISTORY OF MY OWN... *TONIGHT!*

THINK OF IT. A WORLD WHERE EVEN THE *POOREST* CHILD NEED NEVER FEAR THE...

TINK

...DARK.

UGH. BLACKOUT.

HOW FAR DOES IT REACH?

EVERYWHERE.

ANNA MARIA...

...I HAVE TO GO.

OKAY, I'M STARTING TO GET THAT MAN'S ARROGANCE. IT *IS* A RUSH.

THE POWER OF A *SUN* IN THE *PALM OF MY--*

OH NO.

VWOOOSHH

I'M SORRY.

PETER, WAIT. EVERYONE'S FREAKING OUT BUT YOU. YOU ACT LIKE YOU KNOW WHAT'S HAPPENING.

BE HONEST WITH ME. WHAT'S GOING ON?

YOU HAVE A RIGHT TO KNOW.

I'M NOT COMPLETELY SURE HOW, BUT BASED ON THE FLUCTUATIONS...THE PATTERN OF THE LIGHTS FLICKERING ON AND OFF...

...I BELIEVE THIS IS A RESULT OF *MY* FUSION REACTOR PROJECT. AND IF IT CONTINUES THIS WAY...

...IT COULD DESTROY ALL OF MANHATTAN. I MUST DO SOMETHING!

IF ANYONE CAN, IT'S *YOU.*

GO. GET SPIDER-MAN. SAVE THE CITY.

I DON'T CARE ABOUT THE CITY. ALL I CARE ABOUT IS THAT *YOU* ARE IN IT.

I WILL MAKE THIS RIGHT, ANNA MARIA. YOU HAVE MY WORD.

ALL SPIDER-BOTS AT THE ATOMIC RESEARCH CENTER! *SOUND OFF!*

SPIDER-BOT #717 REPORTING. ALL UNITS AT THE CENTER ARE OFFLINE.

SOME TYPE OF INTERFERENCE IS BLOCKING ANY SIGNAL.

BLAST IT! THEN THE OUTPUT'S *GREATER* THAN I THOUGHT.

THE FLICKERING PATTERN OF THE LIGHTS IS *SPEEDING UP.*

WHATEVER'S HAPPENING, THE FUSION REACTION IS *MANY* TIMES LARGER THAN EVERY OTHER ATTEMPT...AND EXPONENTIALLY MORE *DEADLY.*

SPIDER-BOTS! WHAT EMERGENCIES ARE TRANSPIRING DUE TO THIS SITUATION?

SORTING...

PURSE SNATCHING, CENTRAL PARK. VICTIM UNINJURED.

TAG THE THIEF WITH A SPIDER-TRACER, THEN SEND THE SIGNAL FREQUENCY TO DAREDEVIL. THIS IS EQUAL TO HIS "TALENTS."

VEHICLE COLLISION, 103RD AND BROADWAY. NO SERIOUS INJURIES.

INSIGNIFICANT. ALERT E.M.S.

SUBWAY FAILURE. PASSENGERS STRANDED.

LET THEM STEW. LIKE THE REST OF NEW YORK, THEY'LL BE DEAD EITHER WAY IF I CAN'T STOP THIS!

DESERTED. WHERE ARE THE *GUARDS?*

OF COURSE-- IN A MOMENT OF FOOLISH SENTIMENTALITY, I GAVE THEM THE EVENING OFF. A MISTAKE I *WON'T* MAKE AGAIN.

THERE! I'M PICKING UP MY ON-SCENE SPIDER-BOTS.

US

REPORT! WHAT'S THE STATUS OF THE MAIN LAB? ARE THERE ANY PERSONNEL ON-SITE, LIVING OR DEAD?

EXPERIENCING SIGNIFICANT INTERFERENCE. COMBINING ALL UNITS' POWERS TO PERFORM A SCAN.

STAND BY FOR SCHEMATIC.

THAT AREA OF INTENSE HEAT...IT LOOKS LIKE MY POWER SOURCE! AND IT'S *STABILIZED!* HAVE I *FINALLY* SUCCEEDED?

DOES THE WORLD OWE ME AN UNENDING DEBT OF GRATITUDE? WILL HISTORY FOREVER REMEMBER THE NAME OF *OTTO GUNTHER OCTAVIUS?*

CONFIRMED: AREA OF CONCENTRATED ENERGY IS STABILIZING.

IT IS ALSO THE SOURCE OF THE SINGLE LIFE READING ON THE PREMISES.

WHAT?!

BELOW.

MY SKIN'S ON *FIRE!* I'M *BURNING! BLAZING!*

WHAT-- WHAT'S *HAPPENED* TO ME?!

NO MORE THAN YOU *DESERVE*, YOU TREACHEROUS LOUT!

I AM SO DISAPPOINTED IN YOU, GIRL!

OBVIOUSLY YOU INTENDED TO *STEAL* MY THUNDER BY USING THIS NEW APPROACH *BEFORE* ME!

THIS IS WHAT YOU GET FOR MEDDLING WITH FORCES YOU *CAN'T* COMPREHEND!

FORCES *I* CAN'T COMPREHEND?!

I'M THE ONE WHO SOLVED YOUR EQUATION!

AND NOW THIS POWER IS *MINE! NOT YOURS!*

MINE TO DO WITH AS I *WISH!*

AND WHAT I *MOST* WISH FOR...

...IS FOR YOU TO BURN!

SHRAK

CRACK

MY GOD! THE FORCE OF THAT *BLAST!*

AND THE *HEAT!* IT'S *INCALCULABLE! UNBEARABLE!*

CARE FOR A TASTY BEVERAGE? WHIRR CLICK-ICK.

NO!

INCALCULABLE? FOR *YOU*, PERHAPS! I CAN *FEEL* IT!

IT'S THE RAW POWER OF A SUN APPROACHING--

--SUPERNOVA!

KA-

RAK

DESTROYING *EVERYTHING* IN ITS PATH!

Hmm.

KRAK

I'LL GIVE YOU THIS, "*SUPERNOVA*," YOUR POWER FAR SURPASSES *MINE*.

BUT IT IS ALSO FAR *GREATER* THAN YOUR FEEBLE MIND CAN GRASP!

KRAK

I'VE DONE THE *MATH*.

I KNOW HOW THIS IS GOING TO *END*.

YOU ARE *MOMENTS* AWAY FROM *EXPLODING*, ESTRELLA...

...AND TAKING *ALL FIVE BOROUGHS* WITH YOU!

I'D SHARE MY DATA WITH YOU, BUT I DOUBT WE'D SEE... *EYE TO EYE!*

THWIP

THWIP

REALLY? YOU WERE GOING TO WEB MY EYES SHUT TO DISTRACT ME?

THAT WAS YOUR GREAT PLAN?

NOT EVEN THEIR *ASHES* CAN TOUCH ME.

TSSSSS

TSSSS

TSSS

BUT THEY'LL CLOUD YOUR VIEW FOR A MOMENT.

AND THAT'S ALL I NEED TO REACH THE *ONLY* PLACE NEARBY...

...THAT CAN KEEP ME *SAFE* FROM THE IMPENDING *BLAST.*

YOU-- YOU WEREN'T BLUFFING? THEN THAT MEANS...

NO!

WELL, IF I AM TO *DIE*, SPIDER-MAN, THEN THE VERY *LEAST* I CAN DO...

...IS TAKE YOU WITH ME!

SHRAK

I THINK NOT, MS. LOPEZ. ANOTHER TIME PERHAPS.

WHAT?!

I'D KEEP YOU COMPANY IN THERE, BUT...

ZZZAP

...I APPEAR TO HAVE *PRESSING* ENGAGEMENTS ELSEWHERE.

ZOOM

YOU--YOU SAID I WAS GOING TO *EXPLODE!*

THAT THIS WOULD *KILL ME!* THAT I'D *DIE!*

WE ALL WILL. EVENTUALLY. AND SO WILL YOU, ESTRELLA LOPEZ. SOMEDAY.

SKZZZ--

WHY, A SUN WITH YOUR MASS...

...SHOULD LAST WHAT? ABOUT 3.2 BILLION YEARS?

ENJOY THE CONTAINMENT POD.

AHHHH!

HOURS LATER.

PICK UP THE PACE, GUYS. WE HAVE THE SOUNDPROOFING IN PLACE.

NOW WE NEED THESE REINFORCING COLUMNS UP *STAT!*

QUIT BEING SUCH A TEACHER'S PET, #23. IT'S SAFE NOW.

NOTHING IS SAFE IF THE DODECAHEDRON IS EVER BREACHED, DOLT.

IT IS CRUCIAL THAT *EVERYTHING* IN THIS SUBLEVEL BE SECURE.

EVEN IF A *BOMB* WERE TO BE DROPPED *DIRECTLY ABOVE*, I WANT THIS LAB *INTACT!*

BOSS, SHOULD WE TRY TO FIND A WAY TO GIVE ESTR--*UH*, THE PERSON IN THERE FOOD OR WATER?

THERE IS A LIVING SUN IN THERE, #17. DOES THE *SUN* REQUIRE *HIGH TEA?*

THE *GERMANE* CONCERN IS THAT I AM *ONE* MINION DOWN. DO NOT MAKE ME REQUIRE *TWO.*

AM I MAKING MYSELF *CLEAR?*

YES, SPIDER-MAN, *SIR.* FIND YOU A REPLACEMENT. WE'RE ON IT!

SOMEONE WHO KNOWS THEIR PLACE! WHO IS CONTENT TO BASK IN THE LIGHT OF *MY* BRILLIANCE!

FROM THIS MOMENT ON, AND FOR ALL THE YEARS TO COME, I SHALL RELY ON *MY* MIND--

"--AND MY MIND *ALONE!* NO ANSWER SHALL ELUDE MY UNPARALLELED INTELLECT!"

LOOK AT YOU! ONLY *OTTO OCTAVIUS* COULD HAVE CONCEIVED OF SUCH A *MARVEL!*

A WAY TO HARNESS THE POWER INSIDE THIS CHAMBER!

A WEAPON THAT WILL TRANSMIT A BEAM AS POWERFUL AS A *SOLAR FLARE!*

JUNK BIN!!

WITH *YOU*, I SHALL BE ABLE TO INCINERATE *ANY* TARGET.

FROM AN ENTIRE *CITY* TO ONE *MAN.*

ONE *SPIDER-MAN.*

THE *NATURE* OF THIS POWER SOURCE STILL *VEXES* ME THOUGH.

HOW DOES IT *WORK?* HOW *DID* I MAKE THIS *MIRACLE* HAPPEN?!

NO MATTER. I WILL UNLOCK YOUR SECRETS *EVENTUALLY.* FOR NOW, ALL I REQUIRE IS A LITTLE *MORE* OUTPUT FROM THIS HIDDEN TREASURE...

A LESSER MAN WOULD BE TOO FEARFUL TO OPEN THIS DOOR JUST A *CRACK*...

...BUT IF *MY* INGENUITY COULD KEEP YOU IN YOUR PLACE *THEN*...

...IT CAN DO SO *NOW!*

YES! I CAN FEEL IT! THE RAW, UNLIMITED POWER!

AND IT IS *MINE! MINE TO CONTROL! MINE TO--*

GYAH!

AT LAST!

SKRAKT

I'M FREE!

ALL THIS TIME, TRAPPED IN THERE WITH *NOTHING!* NOTHING TO HEAR! TO TOUCH! TO SEE!

NOTHING TO KEEP ME SANE BUT THE *THOUGHT* OF *ONE THING--*

--VENGEANCE ON THE *MAN* WHO *IMPRISONED ME!*

PLEASE. I BEG YOU. DON'T--DON'T KILL ME.

...

ESTRELLA?

KILL *YOU?* I DON'T KNOW YOU.

I WANT SPIDER-MAN!

US
ATOMIC
EARCH

TCHOOM

WELL, *THAT* DIDN'T GO AS PLANNED.

IN FACT...

...IT WENT *EVEN BETTER!*

HA HA HA!

GOOD LUCK, WALL-CRAWLER!

TO BE CONTINUED in...
SUPERIOR SPIDER-MAN #1!

NEXT!

THE SUPERIOR SPIDER-MAN #1

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